

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

MASSACHUSETTS DEVELOPMENT FINANCE AGENCY,)
)
)
Plaintiff)
)
v.)
)
ADP MARSHALL, INC., a FLUOR DANIEL COMPANY, and)
FIREMAN'S FUND INSURANCE COMPANY,)
)
Defendants)
)
)
	CIVIL ACTION
) NO. 04-CV-10203-PBS
ADP MARSHALL, INC.,)
)
Plaintiff-in-Counterclaim,)
)
v.)
)
MASSACHUSETTS DEVELOPMENT FINANCE AGENCY,)
)
Defendant-in-Counterclaim)
)
)
ADP MARSHALL, INC.,)
)
Third-Party Plaintiff)
)
v.)
)
ALLIED CONSULTING ENGINEERING SERVICES, INC.,)
ANDOVER CONTROLS CORPORATION, R&R WINDOW)
CONTRACTORS, INC. and DELTA KEYSPAN, INC. n/k/a)
DELTA KEYSPAN, LLC,)
)
Third-Party Defendants)
)

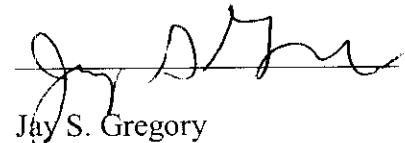
AFFIDAVIT OF JAY S. GREGORY

I, Jay S. Gregory, hereby depose and state as follows:

1. I am a member in good standing of the bar in the Commonwealth of Massachusetts. I am a partner in the law firm of Donovan Hatem LLP, Two Seaport Lane, Boston, Massachusetts 02110.

2. I represent the Third-Party Defendant in this matter, Allied Consulting Engineering Services, Inc. ("Allied").
3. Allied has retained Kenneth M. Elovitz, PE, to serve as its HVAC expert in the above-referenced matter.
4. On November 1, 2004 Allied participated in a mediation to resolve certain HVAC deficiencies alleged by the Massachusetts Development Finance Agency (the "MDFA") in its complaint against ADP Marshall, Inc. ("Marshall").
5. Since the November 1, 2004 mediation, Allied has instructed Mr. Elovitz to work with the MDFA's expert, Richard Comeau, to narrow the issues raised in Mr. Comeau's report and formulate HVAC remedies acceptable to the MDFA.
6. Allied has instructed Mr. Elovitz to share his findings with Marshall, who has not hired its own HVAC expert to investigate the alleged HVAC deficiencies.

SIGNED UNDER THE PAINS AND PENALTIES OF PERJURY THIS 26 DAY OF JANUARY, 2005.



Jay S. Gregory